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CORPORATIONS — DISSOLUTION — DEVOLUTION OF PROPERTY ON DISSOLUTION. A voluntary military company was incorporated by the legislature. The company later acquired property by public subscription, fairs, etc. Certain members of the company, alleging that its existence has been terminated, sue to have the property divided among them. The trustees who hold the property demur. *Held*, that the demurrer be sustained. *Clarke v. Armstrong*, 106 S. E. 289 (Ga.).

Questions concerning the devolution of the property of dissolved corporations are not new. Coke declared that the real property of a corporation reverted to the grantor. See CO. LIT. 13 b. But Gray pointed out that the authorities relied upon by Coke in reality supported the doctrine that the land escheated to the lord, which appears to have been the true rule. *Johnson v. Norway*, Winch, 37. See GRAY, RULE AGAINST PERPETUITIES, 3 ed., §§ 44-51 a. But see *Mott v. Danville Seminary*, 129 Ill. 403, 21 N. E. 927. Cf. *County of Franklin v. Blake*, 283 Ill. 292, 119 N. E. 288. See KALES, ESTATES, FUTURE INTERESTS, ETC. IN ILLINOIS, 2 ed., § 302. There seems, however, little doubt that personalty passed to the state as *bona vacantia*. See *Mayor, etc. of Colchester v. Seaber*, 3 Burr. 1866, 1868, *arg.* But the old technical rules of the common law are no longer important. With regard to business corporations, it is almost universally established, either by legislation or by courts of equity, that, upon dissolution, their property will be held in trust for creditors and stockholders. *Bacon v. Robertson*, 18 How. (U. S.) 480. See 2 KENT, COMM., 12 ed., 307, note b; 29 HARV. L. REV. 780. As to corporations other than business corporations, the law is unsettled. On principle, little or no distinction should be made in disposing of the property of such corporations, and of trusts and unincorporated associations, whose existence is terminated. Principles applicable to trusts should control in all cases. When the purpose for which the property was accumulated is non-charitable, there should be a resulting trust in favor of such contributors as received no consideration for their contributions, regardless of whether or not they are members or trustees. *Coe v. Washington Mills*, 149 Mass. 543, 21 N. E. 966. Cf. *McAlhany v. Murray*, 89 S. C. 440, 71 S. E. 1025; *Mobile Temperance Hall Ass'n v. Holmes*, 189 Ala. 271, 65 So. 1020; *Neptune F. E. & H. Co. v. Board of Education of Mason Co.*, 166 Ky. 1, 178 S. W. 1138; *Titcomb v. Kennebunk Mutual Fire Insurance Co.*, 79 Me. 315, 9 Atl. 732; *In re Printers' etc. Society*, [1899] 2 Ch. 184, distinguishing *Cunnack v. Edwards*, [1896] 2 Ch. 679. See SCOTT, CASES ON TRUSTS, 380, note, 382, note. Of course this result may be varied by showing that the donor intended some other disposition. *In re Customs, etc. Fund*, [1917] 2 Ch. 18; *In re Andrew's Trust*, [1905] 2 Ch. 48. Where the purpose is charitable, the only choice, in the absence of a valid outright gift over, should be between giving the property to the donor and administering it *cy prés*. The latter is preferable. *Mormon Church v. United States*, 136 U. S. 1; *Sherman v. Richmond Hose Co. No. 2*, 230 N. Y. 462, 130 N. E. 613; *In re Welch Hospital (Nelley) Fund*, [1921] 1 Ch. 655, in effect overruling *In re British Red Cross Balkan Fund*, [1914] 2 Ch. 419; *Smith v. Kerr*, [1902] 1 Ch. 774. *Contra*, *Easterbrooks v. Tillinghast*, 5 Gray (Mass.), 17. Cf. *People v. Braucher*, 258 Ill. 604, 101 N. E. 944. To hold that the property should go to the members is mistakenly to hold that the individual benefit and not the object of the organization is the charitable purpose. But see *Hopkins v. Crossley*, 138 Mich. 561, 101 N. W. 822. Cf. *People v. Braucher*, *supra*. For a discussion of terminable charitable trusts, see GRAY, RULE AGAINST PERPETUITIES, 3 ed., §§ 41 a, 205 note, 312, 327 a, 603 i. In the principal case, the corporation was undoubtedly charitable. See BISPHAM, PRINCIPLES OF EQUITY, 9 ed., §§ 120, 123. The court was, therefore, right in refusing to recognize the claims of the individual members.